



July 19, 2006

Via PSC Electronic Regulatory Filing System

Ms. Sandra J. Paske
Secretary to the Commission
Public Service Commission of Wisconsin
610 North Whitney Way
P.O. Box 7854
Madison, WI 53707-7854

Re: Application for Approval of Amendment No. 1 to the Resale Agreement between
CenturyTel and Telephone Associates Services, Inc.

Dear Ms. Paske:

CenturyTel hereby requests approval pursuant to 47 USC §252 of Amendment No. 1 to the Resale Agreement between CenturyTel and Telephone Associates Services, Inc. approved in Docket 05-TI-675 on August 21, 2002.

I have been authorized by Telephone Associates Services, Inc. to submit for Commission approval, pursuant to 47 USC §252(e) the enclosed Amendment No. 1 to the Resale Agreement.

I hereby certify that a copy of this filing has been served via U.S. mail as follows:

Kevin J. Hopkins, CEO
Telephone Associates Services, Inc.
329 Grand Avenue
Superior, WI 54880

If you have any questions, please give me a call at 608-796-5407.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Kate Proctor". The signature is written in dark ink and is positioned above the typed name and title.

/s/ Kate Proctor
Carrier Relations

Enclosure

cc: Telephone Associates – Kevin J. Hopkins
Lorenzo.Cruz@CenturyTel.com
Ken.Barth@psc.state.wi.us

AMENDMENT NO. 1**to the****RESALE AGREEMENT****by and between****TELEPHONE ASSOCIATES SERVICES, INC.****AND****CenturyTel of Central Wisconsin, LLC****CenturyTel of Fairwater-Brandon-Alto, LLC****CenturyTel of Forestville, LLC****CenturyTel of Larsen-Readfield, LLC****CenturyTel of Monroe County, LLC****CenturyTel of Northern Wisconsin, LLC****CenturyTel of Northwest Wisconsin, LLC****CenturyTel of Southern Wisconsin, LLC****CenturyTel of the Midwest-Kendall, LLC****CenturyTel of the Midwest-Wisconsin, LLC****CenturyTel of Wisconsin, LLC****Telephone USA of Wisconsin, LLC**

This Amendment No. 1 ("Amendment") to the Resale Agreement ("the Agreement") shall be effective on April 1, 2006, by and between CenturyTel of Central Wisconsin, LLC, CenturyTel of Fairwater-Brandon-Alto, LLC, CenturyTel of Forestville, LLC, CenturyTel of Larsen-Readfield, LLC, CenturyTel of Monroe County, LLC, CenturyTel of Northern Wisconsin, LLC, CenturyTel of Northwest Wisconsin, LLC, CenturyTel of Southern Wisconsin, LLC, CenturyTel of the Midwest-Kendall, LLC, CenturyTel of the Midwest-Wisconsin, LLC, CenturyTel of Wisconsin, LLC, and Telephone USA of Wisconsin, LLC in WISCONSIN ("CenturyTel") and Telephone Associates Services, Inc. ("Telephone Associates"). CenturyTel and Telephone Associates are hereinafter sometimes referred to collectively as the "Parties" and individually as a "Party".

RECITALS

WHEREAS, CenturyTel of the Midwest-Kendall, LLC and Telephone Associates entered into the Agreement, which was subsequently approved by the Public Service Commission of Wisconsin ("Commission") in Docket 05-TI-675 on August 21, 2002; and

WHEREAS, CenturyTel and Telephone Associates have mutually agreed to make certain revisions to the terms and conditions of the Agreement.

NOW, WHEREFORE, CenturyTel and Telephone Associates agree to amend the Agreement as follows:

- (1) The Agreement as amended herein will replace "CenturyTel of the Midwest-Kendall, LLC" with CenturyTel of Central Wisconsin, LLC, CenturyTel of Fairwater-Brandon-Alto, LLC, CenturyTel of Forestville, LLC, CenturyTel of Larsen-Readfield, LLC, CenturyTel of Monroe County, LLC, CenturyTel of Northern Wisconsin, LLC, CenturyTel of Northwest Wisconsin, LLC, CenturyTel of Southern Wisconsin, LLC, CenturyTel of the Midwest-Kendall, LLC, CenturyTel of the Midwest-Wisconsin, LLC, CenturyTel of Wisconsin, LLC, and Telephone USA of Wisconsin, LLC.
- (2) Appendix A - Replace Avoided discount rates and language with the following:

Avoided Cost Discount

CenturyTel of Fairwater-Brandon-Alto, LLC	12.19%
CenturyTel of Forestville, LLC	7.06%
CenturyTel of Larsen-Readfield, LLC	10.30%
CenturyTel of Monroe County, LLC	0.00%
CenturyTel of Northern Wisconsin, LLC	8.30%
CenturyTel of Northwest Wisconsin, LLC	8.30%
CenturyTel of Southern Wisconsin, LLC	10.74%
CenturyTel of the Midwest-Kendall, LLC	8.60%
CenturyTel of the Midwest-Wisconsin, LLC	12.55%
CenturyTel of Wisconsin, LLC	13.53%
Telephone USA of Wisconsin, LLC	Tariff P.S.C of W. NO. 1 Section 29
CenturyTel of Central Wisconsin, LLC	Tariff P.S.C of W. NO. 1 Section 29

- (3) The Agreement as modified by this Amendment No.1, will be effective April 1, 2006, and subject to approval by the Commission in accordance with Section 252 of the Act.

- (4) Except as modified or supplemented herein, all other terms and conditions of the Agreement shall remain unchanged and in full force and effect, and such terms are hereby incorporated by reference and the Parties hereby affirm the terms and provisions thereof.
- (5) This Amendment shall be filed with, and subject to approval by, the Public Service Commission of Wisconsin.

IN WITNESS WHEREOF, this Amendment to the Agreement was exchanged in triplicate on this 3rd day of April, 2006 by Telephone Associates signing by and through its duly authorized representative, and CenturyTel signing by and through its duly authorized representative.

CenturyTel of Central Wisconsin, LLC
CenturyTel of Fairwater-Brandon-Alto, LLC
CenturyTel of Forestville, LLC
CenturyTel of Larsen-Readfield, LLC
CenturyTel of Monroe County, LLC
CenturyTel of Northern Wisconsin, LLC
CenturyTel of Northwest Wisconsin, LLC
CenturyTel of Southern Wisconsin, LLC
CenturyTel of the Midwest-Kendall, LLC
CenturyTel of the Midwest-Wisconsin, LLC
CenturyTel of Wisconsin, LLC
Telephone USA of Wisconsin, LLC

Telephone Associates Services, Inc.

By: [Signature]
Title: CEO
Name: Kevin J. Hopkins
Date: 7/12/06

By: [Signature]
Title: V.P. External Rel.
Name: Jeffrey S. Glover
Date: 7-14-06